

Exhibit B-2

**Notice of the People's Republic of China on Issuing the Measures for the
Administration of Renminbi Corporate Deposit [Effective]**
中国人民银行关于印发《人民币单位存款管理办法》的通知 [现行有效]

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Notice of the People's Republic of China on Issuing the Measures for
the Administration of Renminbi Corporate Deposit
(No. 485 [1997] of the People's Bank of China)

Branches of the People's Bank of China in all provinces, autonomous regions and municipalities directly under the Central Government, branch of the People's Bank of China in Shenzhen Special Economic Zone, all the state-owned commercial banks, other commercial banks, and all the national non-bank financial institutions:

The Measures for the Administration of Renminbi Corporate Deposit are hereby printed and distributed to you, please implement them accordingly.

People's Bank of China

November 15, 1997

Measures for the Administration of Renminbi Corporate Deposit

中国人民银行关于印发《人民币单位存款管理办法》的通知
(银发〔1997〕485号)

中国人民银行各省、自治区、直辖市分行,深圳经济特区分行,各国有商业银行,其他商业银行,各全国性非银行金融机构:

现将《人民币单位存款管理办法》印发给你们,请遵照执行。

中国人民银行

一九九七年十一月十五日

人民币单位存款管理办法

Chapter I General Provisions

第一章 总则

Article 1 These Measures are formulated according to [the Law of the People's Republic of China on the People's Bank of China](#), [the Law of the People's Republic of China on Commercial Banks](#) and other relevant laws and administrative regulations for the purpose of strengthening the administration of corporate deposit and regulating the corporate deposit business of financial institutions.

第一条 为加强单位存款的管理,规范金融机构的单位存款业务,根据《中华人民共和国中国人民银行法》、《中华人民共和国商业银行法》及其他有关法律、行政法规,制订本办法。

Article 2 Any financial institution that handles the Renminbi (RMB) corporate deposit business within the territory of China and any entity that participates in RMB deposit shall abide by these Measures.

第二条 凡在中华人民共和国境内办理人民币单位存款业务的金融机构和参加人民币存款的单位,必须遵守本办法的规定。

Article 3 The "corporate deposit" as mentioned in these Measures refers to the Renminbi deposit as deposited by the enterprises, public institutions, organs, armies and social groups in the financial institutions, and includes time deposit, current deposit, call deposit,

第三条 本办法所称单位存款是指企业、事业、机关、部队和社会团体等单位在金融机构办理的人民币存款,包括定期存款、活期存款、通知存款、协

negotiation deposit and other kinds of deposit as approved by the People's Bank of China.

Article 4 The People's Bank of China shall be responsible for the administration, supervision and audit of the corporate deposit of financial institutions, as well as the coordination of disputes between the corporate depositor and the financial institution.

Article 5 No entity or individual other than those financial institutions as approved by the People's Bank of China for handling the corporate deposit business may handle such business.

Article 6 A financial institution as approved to absorb the corporate deposit shall not handle the business by exceeding the scope as verified by the People's Bank of China, and shall simultaneously abide by the relevant provisions in these Measures.

Article 7 No government appropriation, capital within the budget or bank loan may be deposited into financial institutions as the corporate time deposit.

Article 8 No entity or individual may convert public money into savings deposit in the name of an individual.

No individual may deposit private money into a financial institution in the name of an entity, and no entity may deposit the money of an individual or any other entity into a financial institution in its own name.

Chapter II Corporate Time Deposit and Interest Calculation

Article 9 The maturities for corporate time deposit range from three grades: three months, half a year and one year, and the minimum amount thereof is set at 10,000 yuan.

Article 10 A financial institution shall implement the account management to the corporate time deposit (except for large-amount transferable time deposit). At the time of depositing money, an entity shall submit an application form for opening an account, and the original of its business license, and leave its seals. The said seals shall encompass the special financial seal, seal of the legal representative (or main principal) as well as the seals of financial staff of the entity. The financial institution that accepts the deposit will give the corporate depositor a "confirmation letter for the opening of an account of corporate time deposit" (hereinafter referred to as the "confirmation letter"), and the confirmation letter can only confirm the opening of the account by the corporate depositor and shall not be used as the warrant for pledge.

Article 11 A corporate depositor can only transfer its time deposit into

定存款及经中国人民银行批准的其他存款。

第四条 中国人民银行负责金融机构单位存款业务的管理、监督和稽核工作，协调存款单位与金融机构的争议。

第五条 除经中国人民银行批准办理单位存款业务的金融机构外，其他任何单位和个人不得办理此项业务。

第六条 经批准的金融机构吸收单位存款应不超过中国人民银行核定的范围，同时遵守本办法的有关规定。

第七条 财政拨款、预算内资金及银行贷款不得作为单位定期存款存入金融机构。

第八条 任何单位和个人不得将公款以个人名义转为储蓄存款。任何个人不得将私款以单位名义存入金融机构；任何单位不得将个人或其他单位的款项以本单位名义存入金融机构。

第二章 单位定期存款及计息

第九条 单位定期存款的期限分三个月、半年、一年三个档次。起存金额1万元，多存不限。

第十条 金融机构对单位定期存款实行帐户管理（大额可转让定期存款除外）。存款时单位须提交开户申请书、营业执照正本等，并预留印鉴。印鉴应包括单位财务专用章、单位法定代表人章（或主要负责人印章）和财会人员章。由接受存款的金融机构给存款单位开出“单位定期存款开户证实书”（以下简称“证实书”），证实书仅对存款单位开户证实，不得作为质押的权利凭证。

第十一条 存款单位支取定期存款

its basic deposit account by way of transfer, and shall not use the time deposit for settlement or withdraw the cash from its time deposit account. The corporate depositor shall, when withdrawing time deposit, present the confirmation letter and provide the seals as left, and the financial institution where the deposit is put shall handle the withdrawal formalities after confirming that there is no mistake, and shall simultaneously take back the confirmation letter.

Article 12 The interest for corporate time deposit within the deposit term shall be calculated at the interest rate for time deposit as quoted on the date when the deposit is deposited, and if the interest rate is changed, the interest thereof shall not be calculated by installments.

Article 13 The corporate time deposit can be wholly or partially withdrawn ahead of time for just one time. If all the corporate time deposit is withdrawn, the interest thereof shall be calculated at the interest rate for current deposit quoted on the date of withdrawal; and if only part of corporate time deposit is withdrawn, the interest for the part withdrawn ahead of time shall be calculated at the interest rate for current deposit quoted on the date of withdrawal, and the interest for the remaining part shall be calculated at the interest rate for the same grade of time deposit as quoted on the day when the original deposit account is opened if it is no less than the minimum amount for deposit, otherwise, the account shall be closed.

Article 14 If the corporate time deposit has not been withdrawn after it is due, the interest for the overdue part shall be calculated at the interest rate for current deposit quoted on the date of withdrawal.

Article 15 For handling the business of large-amount transferable time deposit certificates, the financial institutions shall be governed by [the Measures for the Administration of Large-amount Transferable Time Deposit Certificates](#).

Chapter III Corporate Current Deposit, Call Deposit, Negotiation Deposit and Interest Calculation

Article 16 A financial institution shall implement the account management to the corporate current deposit. Financial institutions and other entities that open current deposit accounts shall be governed by [the Measures for the Administration of Bank Accounts](#).

Article 17 The interest for corporate current deposit shall be calculated at the interest rate for current deposit quoted on the date of interest settlement, and if the interest rate is changed, it shall not be calculated by installments.

Article 18 A financial institution shall, for running the corporate call

只能以转帐方式将存款转入其基本存款帐户，不得将定期存款用于结算或从定期存款帐户中提取现金。支取定期存款时，须出具证实书并提供预留印鉴，存款所在金融机构审核无误后为其办理支取手续，同时收回证实书。

第十二条 单位定期存款在存期内按存款存入日挂牌公告的定期存款利率计付利息，遇利率调整，不分段计息。

第十三条 单位定期存款可以全部或部分提前支取，但只能提前支取一次。全部提前支取的，按支取日挂牌公告的活期存款利率计息；部分提前支取的，提前支取的部分按支取日挂牌公告的活期存款利率计息，其余部分如不低于起存金额由金融机构按原存期开具新的证实书，按原存款开户日挂牌公告的同档次定期存款利率计息；不足起存金额则予以清户。

第十四条 单位定期存款到期不取，逾期部分按支取日挂牌公告的活期存款利率计付利息。

第十五条 金融机构办理大额可转让定期存单业务按照《[大额可转让定期存单管理办法](#)》执行。

第三章 单位活期存款、通知存款、协定存款及计息

第十六条 金融机构对单位活期存款实行帐户管理。金融机构和开立活期存款帐户的单位必须遵守《[银行帐户管理办法](#)》。

第十七条 单位活期存款按结息日挂牌公告的活期存款利率计息，遇利率调整不分段计息。

第十八条 金融机构开办单位通知

deposit, be subject to the approval of the People's Bank of China, and abide by the articles of association for the call deposit as approved by the People's Bank of China. The interest for call deposit shall be calculated at the interest rate for call deposit with the same term and grade as quoted on the date of withdrawal.

Article 19 A financial institution shall, for running the corporate negotiation deposit, be subject to the approval of the People's Bank of China, and abide by the articles of association for the negotiation deposit as approved by the People's Bank of China. The interest rates for the negotiation deposit shall be determined and promulgated by the People's Bank of China.

Chapter IV Alteration, Loss Declaration and Inquiry about the Corporate Deposit

Article 20 In case the seal of legal representative (or main principal) or financial staff of a corporate depositor needs to be changed due to personnel alteration, the depositor shall present an official letter and the identity certificate of the handler to handle the formalities for altering seals at the financial institution where the deposit is put. In case the said deposit is corporate time deposit, the confirmation letter issued by the financial institution shall be presented at the same time.

Article 21 In case the time deposit needs to be transferred or be divided into different accounts due to the merger or division of a corporate depositor, the handler shall present the official letter of the original corporate depositor, and the certificate on alteration, revocation or establishment registration as issued by the department of industry and commerce (the agreement on divisions of deposit as reached by both parties shall be simultaneously presented in the case of division), etc. to the financial institution where the deposit is put for handling the formalities for transfer or division, and the financial institution shall issue a new confirmation letter.

Article 22 In case the corporate depositor gives away the password or loses or destroys seals, it shall present an official letter to the financial institution where the deposit is put for applying for the loss declaration. The loss declaration will be validated upon acceptance by the financial institution. In case the deposit has been withdrawn according to the prescribed formalities before the loss declaration becomes valid, the financial institution shall not assume any liability of compensation.

Article 23 In case the undue time deposit needs to be transferred because the corporate depositor moves, the corporate depositor shall handle the formalities for the withdrawal ahead of time, and the interest shall be settled once and for all at the interest rate for current deposit quoted on the date of withdrawal.

存款须经中国人民银行批准，并遵守经中国人民银行核准的通知存款章程。通知存款按支取日挂牌公告的同期同档次通知存款利息计息。

第十九条 金融机构开办协定存款须经中国人民银行批准，并遵守经人民银行核准的协定存款章程。协定存款利率由中国人民银行确定并公布。

第四章 单位存款的变更、挂失及查询

第二十条 因存款单位人事变动，需要更换单位法定代表人章（或单位负责人章）或财会人员印章时，必须持单位公函及经办人身份证件向存款所在金融机构办理更换印鉴手续，如为单位定期存款，应同时出示金融机构为其开具的证实书。

第二十一条 因存款单位机构合并或分立，其定期存款需要过户或分户，必须持原单位公函、工商部门的变更、注销或设立登记证明及新印鉴（分户时还须提供双方同意的存款分户协定）等有关证件向存款所在金融机构办理过户或分户手续，由金融机构换发新证实书。

第二十二条 存款单位的密码失密或印鉴遗失、损毁，必须持单位公函，向存款所在金融机构申请挂失。金融机构受理挂失后，挂失生效。如存款在挂失生效前已被他人按规定手续支取，金融机构不负赔偿责任。

第二十三条 存款单位迁移时，其定期存款如未到期转移，应办理提前支取手续，按支取日挂牌公布的活期利率一次性结清。

Article 24 A financial institution shall keep secret the deposit of corporate depositors, and have the right to refuse the inquiry by any entity or individual in this regard unless it is otherwise prescribed by the laws or administrative regulations, and also have the right to refuse the freeze or deduction of deposit by any entity other than those as prescribed by the laws.

Chapter V Legal Liabilities

Article 25 Any entity or individual that illegally runs the corporate deposit business without approval of the People's Bank of China shall be punished according to Article 79 of the Law of the People's Republic of China on Commercial Banks.

Article 26 In case a commercial bank violates the policies of the State about interest rates and increases or reduces interest rates or absorbs deposit by other unjustifiable means or absorbs corporate deposit by exceeding the scope, it shall be punished according to Articles 75 and 76 of the Law of the People's Republic of China on Commercial Banks and the relevant prescriptions in the Provisions on the Administration of the Interest Rates of the People's Bank of China.

Article 27 In case a commercial bank violates Article 11 of these Measures and pays cash to the corporate depositor or violates the Measures for the Administration of Bank Accounts when handling the current deposit business, it shall be punished according to the Interim Regulation on the Administration of Cash, the System of Registration and Archival Filing of Large-amount Cash, the Notice on the Administration of Large-amount Cash Payment and the Measures for the Administration of Bank Accounts.

Article 28 In case a commercial bank violates Article 24 of these Measures and divulges the deposit information of corporate depositors or acts as an agent for inquiry about, freeze or deduction of corporate deposit without statutory procedures, it shall be punished according to Article 73 of the Law of the People's Republic of China on Commercial Banks.

Article 29 In case a non-bank financial institution violates these Measures, it shall be punished according to the relevant laws, regulations and the provisions on financial management.

Article 30 In case any relevant party does not accept a punishment decision, he or it can apply for reconsideration according to the Regulation on Administrative Reconsideration. If he or it does not accept a reconsideration decision, he or it can file a lawsuit to the people's court according to the Administrative Procedure Law of the People's Republic of China.

第二十四条 金融机构应对存款单位的存款保密，有权拒绝除法律、行政法规另有规定以外的任何单位或个人查询；有权拒绝除法律另有规定以外的任何单位冻结、扣划。

第五章 法律责任

第二十五条 未经中国人民银行批准，擅自开办单位存款业务的单位或个人，按照《中华人民共和国商业银行法》第七十九条予以处罚。

第二十六条 商业银行违反国家利率政策提高或降低利率以及采用其他不正当手段吸收存款，或者超范围吸收单位存款的，按照《中华人民共和国商业银行法》第七十五条、第七十六条及《中国人民银行利率管理规定》的有关条款予以处罚。

第二十七条 商业银行违反本办法第十一条规定，为存款单位支付现金的，或办理活期存款业务时违反《银行帐户管理办法》的，按照《现金管理暂行条例》、《大额现金支付登记备案制度》、《关于大额现金支付管理的通知》及《银行帐户管理办法》的有关规定予以处罚。

第二十八条 商业银行违反本办法第二十四条规定，泄漏存款单位的存款情况或未经法定程序代为查询、冻结、扣划单位存款的，按照《中华人民共和国商业银行法》第七十三条予以处罚。

第二十九条 非银行金融机构违反本办法规定的，按有关法律法规及金融管理规定予以处罚。

第三十条 对处罚决定不服的，当事人可以依照《行政复议条例》的规定申请复议。对复议决定不服的，当事人可以依照《中华人民共和国行政诉讼法》的规定向人民法院提起诉讼。

Chapter VI Supplementary Provisions

第六章 附则

Article 31 The power to interpret these Measures shall remain with the People's Bank of China.

第三十一条 本办法由中国人民银行负责解释。

Article 32 These Measures shall come into force as of the date of promulgation. The Interim Measures for the Corporate Time Deposit (No. 165 [1982] of the People's Bank of China) as formulated in 1982 by the People's Bank of China shall be simultaneously repealed.

第三十二条 本办法从发布之日起执行。中国人民银行 1982 年制订的《单位定期存款暂行办法》(银发〔1982〕165号)同时废止。

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